

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

LOUISIANA SHERIFFS' PENSION &
RELIEF FUND, on behalf of itself and all
others similarly situated,

Plaintiff,

v.

INTERNATIONAL BUSINESS MACHINES
CORPORATION, VIRGINIA M. ROMETTY,
and MARK LOUGHRIDGE

Defendants.

Civ. A. No. 1:13-cv-08818-DLC

**STIPULATION AND [PROPOSED]
ORDER REGARDING FILING OF
AMENDED COMPLAINT AND
MOTION TO DISMISS**

Plaintiff Louisiana Sheriffs' Pension & Relief Fund ("Plaintiff") and Defendants International Business Machines Corporation, Virginia M. Rometty, and Mark Loughridge ("Defendants"), by and through their undersigned counsel, hereby stipulate and agree to the following:

1. WHEREAS, on December 12, 2013, Plaintiff filed a Class Action Complaint ("Complaint") against Defendants;
2. WHEREAS, on January 6, 2014, the Court entered a stipulated Order Regarding Defendants' Response to Complaint that provided "Defendants shall have no obligation to move against, answer or otherwise respond to the Complaint until after the Court has appointed a Lead Plaintiff and approved its selection of Lead Counsel to represent the Class and Lead Plaintiff and Lead Counsel have had the opportunity to prepare an amended and/or consolidated complaint, or to consider whether to proceed on a complaint currently on file;"
3. WHEREAS, in accordance with the Private Securities Litigation Reform Act of 1995 (the "PSLRA"), 15 U.S.C. § 78u-4, and this Court's Order entered on December 17, 2013 (the "December 17 Order"), Plaintiff filed its unopposed Motion for Appointment as Lead Plaintiff, and Approval of Its Selection of Lead Counsel on February 10, 2014;

4. WHEREAS, in accordance with this Court's December 17 Order, Plaintiff filed its Memorandum of Law in Further Support of its Unopposed Motion on February 28, 2014;

5. WHEREAS, this Court's December 17 Order scheduled a conference to be held at 3:30 p.m. on March 7, 2014 in Courtroom 15B, United States Courthouse, 500 Pearl Street, New York, New York to consider Plaintiff's unopposed motion for appointment of Lead Plaintiff and Lead Counsel and for consolidation; and

6. WHEREAS, Lead Plaintiff intends to make only one amendment of its Complaint;

NOW, THEREFORE, THE PARTIES HEREBY STIPULATE AND AGREE AS FOLLOWS:

1. In the interests of judicial economy and preserving the resources of the parties and the Court, the parties have agreed to the following schedule for the filing of Lead Plaintiff's Amended Complaint and the briefing of Defendants' motion to dismiss:

Filing of Lead Plaintiff's Amended Complaint	May 6, 2014
Filing of Defendants' Motion to Dismiss	July 14, 2014
Filing of Lead Plaintiff's Opposition to Motion	August 28, 2014
Filing of Defendants' Reply Brief	September 29, 2014

2. Lead Plaintiff will file no additional amendments to the Amended Complaint without good cause shown.

3. No party is waiving any rights, claims, or defenses of any kind except as expressly stated herein, including without limitation any defenses related to personal jurisdiction or venue.

DATED: March 5, 2014



**BERNSTEIN LITOWITZ BERGER
& GROSSMANN LLP**

John C. Browne
Lauren A. Ormsbee
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 554 1400
Facsimile: (212) 554 1444
johnb@blbglaw.com
lauren@blbglaw.com

*Counsel for Proposed Lead Plaintiff,
Louisiana Sheriffs' Pension & Relief Fund and
Proposed Lead Counsel for the Class*

DATED: March 5, 2014



CRAVATH, SWAINE & MOORE LLP

Richard J. Stark
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019-7475
Telephone: (212) 474-1564
Facsimile: (212) 474-3700
rstark@cravath.com

*Counsel for Defendants International Business
Machines Corporation, Virginia M. Rometty,
and Mark Loughridge*